A Letter From The Chairman

To All Employees,

This letter is being written from the site of a training seminar I am attending. We are gathered right here at the Stouffer Hotel in Austin. Since September, we have hosted over 200 First City bankers from around the state for twoday sessions on "Managing the Credit Process." This is just one of the many training sessions being held in our company, and it is clear that training is very much a part of our culture and of our responsibilities as bankers.

Many of you have been and will be participants in training courses on a variety of subjects, but this is just the formal part of what I hope is an ongoing effort by all of us. We should all be doing our best to stay current on the skills required by our job, whatever its nature and scope.

One of the subjects we are discussing in some detail here is the necessary balance between credit and marketing. Many, but not all of us, have a role in the credit side of the bank; however, all of us have a role in the marketing of the bank. For some of us, it fills the major part of our day. For others, it means representing the bank with enthusiasm and encouraging everyone to bank at First City, Texas.

We have employees whose job it is to identify and visit with prospective customers. Think of how much we can leverage that effort if all of us sell the bank to everyone we meet. This doesn't have to be an intensive effort. We can do a great deal simply by being positive about the bank and being able to describe the best features of some of our most important products.

The new Total Package retail product is something of which we can all be proud. It provides the Texas consumer with a full array of personal financial services on extremely attractive and competitive terms. I hope by now all of you are Total Package customers and that you are sharing the excitement of this product with your friends.

There continues to be a lot of good things going on in the bank and in Austin. Our efforts to extend the bank's reach to all parts of our community are ongoing. We are highly visible throughout our market area and we are looking for ways in which we can serve it. Many of our colleagues are busy seeking new members for the Austin Chamber of Commerce. Austin is in a heated competition with San Antonio to generate the largest membership increase. If you have a contact in a company which is not yet a member of the Chamber, please contact Mark Connally, extension 4913. He or one of his team will follow up quickly.

will have enjoyed another Thanksgiving day. Certainly all of us at First City, Texas have much for which to be thankful. The company continues its record of financial success. We are opening new accounts every day, making new friends, and extending our reach throughout the state. We now have 71 offices in Texas with more on the way.

U.S. Memories has taken a good look at Austin and has selected it as one of only four finalist cities in the country. Whatever happens, this is a major accomplishment and a demonstration of how attractive our city is to new investors.

As we approach the Christmas holidays and the end of another calendar year, let's all reflect on what we have done and what we have yet to do. We are working together as a team better than ever before in the company's history. With mutual help and support, and with the growing interest of our community, there is nothing we cannot accomplish.

My best regards to you and your families.

By the time you read this letter we

Please come to our Christmas Open House, 15th floor, Tuesday, December 19, from 4:30-6:00 p.m. Don't tell anyone, but Santa may be there to bear your Christmas wishes!



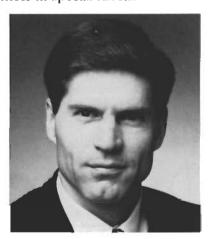
Officer Elections

Gregg Appel has been promoted from loan officer to assistant vice president in the Commercial Loan Division. Gregg completed his BBA in finance at The University of Texas at Austin in May of 1985, then joined the Credit Analysis Department in June of the same year. In August of 1987 he moved to the Commercial Lending area.

Gregg is involved with many community activities, including unit commissioner of the Capitol Area Council of Boy Scouts and president of the Deeker Creek M.U.D. #4. He also participates in annual fundraisers for the United Way and Friends of Scouting and membership drives for the Austin Chamber of Commerce.

Clay Cary has also been promoted from loan officer to assistant vice president, Commercial Lending. Clay's First City background includes Teller Operations (1982–85), Credit Analysis (1985–88), and Commercial Lending (1988–89). He holds a BBA in finance from The University of Texas at Austin, which he completed in 1985.

At its October meeting, the Board of Directors elected **Ken Gates** to loan officer in Special Assets.





Adriane Daniel has been promoted from administrative assistant to ORE officer. Adriane has a unique role in that she is an officer of both First City, Texas and First City Asset Servicing Company (FCASC). She recently received an "outstanding performance" award for the third quarter from FCASC at the ORE Regional Quarterly Meeting held in Corpus Christi.

Adriane joined First City's Special Assets Division as a secretary in 1986. During the summer of 1987, she was promoted to the level of administrative assistant. Prior to joining First City, she worked for Property Company of America for two years.

In 1983 Adriane graduated from The University of Texas with a Bachelor of Science degree. She is currently working on a General Banking Diploma from AIB which she hopes to have completed by the end of this month.

Special Olympics, KLRU fundraising, the American Heart Association, the United Way, and Aqua Fest are a few of Adriane's community involvement activities. When she can find the time, she enjoys sailing, camping, water skiing, traveling, and cooking.



Karen Griffin, who holds a degree in economics/finance from The University of Texas at Austin, recently joined First City, Texas - Austin as senior credit officer. She also serves in the capacity of regional senior credit officer for the South Texas Region. Karen is not new to First City, Texas, however, as she most recently served as president of the Windsor Park Branch and senior credit officer for First City, Texas - San Antonio. From December of 1986 to July of 1988, Karen was the Western Region manager for FCBOT - Loan Review. Karen's other banking experience includes TCB - Houston, TCB - Austin, and InterFirst - Austin.

Karen serves as a board member for the Boys' and Girls' Clubs of San Antonio, is involved with Junior Achievement, and is active with the Ambassadors' Club/San Antonio Chamber of Commerce.

Some of Karen's hobbies are aerobics, and she enjoys jogging and skiing, which her two-year-old yellow lab, Mr. Noto, also enjoys.



Michael Irwin was recently elected to vice president and trust officer by First City, Texas – Austin Board of Directors.









Terri Orton was recently elected assistant vice president for the First City Asset Servicing Company. Prior to joining First City, she was an assistant vice president in the Commercial Real Estate Division for Metropolitan Savings and Loan in Dallas.

Prior to moving to Austin, Terri was active with the Dallas Jaycees. She is also a member of the National Association of Bank Women and Texas Exes.

Terri holds a BBA in finance from The University of Texas. She enjoys reading and likes to travel with her husband, John.



Tim Potts, Special Assets division manager, was recently promoted from senior vice president to executive vice president.

Tim holds a B.S. in business administration from Oklahoma State University and graduated from the Southwestern School of Banking, Southern Methodist University.

Tim's prior work experience includes: president and CEO, American National Bank of Midwest City, Midwest City, Oklahoma; president and CEO, First National Bank of Yukon, Yukon, Oklahoma; and senior vice president and manager of the Real Estate Division and the Energy Lending Division, Bank of Oklahoma, Oklahoma City.

Shelley Putney recently joined First City, Texas as a vice president in our Credit/Loan Administration Division.



Eledith Walker was recently promoted from commercial banking officer to assistant vice president, Special Assets. She joined First City in July of 1985 and transferred to internal loan review in July of 1988.

Eledith attended Baylor University and graduated in 1985 from The University of Texas with a BBA in finance.

Eledith is a volunteer for the Settlement Club Garage Sale, is a member of Paramount Producers, and enjoys golf, water skiing, and art history.







In light of the fact that there are over 200 children at First City, Texas – Austin, are there any plans for an on-site day-care center? What about an emergency babysitter on standby, which would be less expensive than a temporary employee?

There are no plans for on-site day care; however, First City currently offers a special "Tax Break" benefit that allows employees to pay for child care with before tax dollars. This benefit can make a significant difference in the cost of child care. If you have any questions about that program, contact the Human Resources Division.

Are there any plans for remodeling the lobby? How about a contest for a new design?

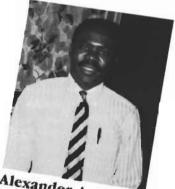
There are no plans for major remodeling of the lobby. Consideration is being given to the replacement/elimination of the large photomurals in our lobby. They have served us well, but they have become faded and dated.

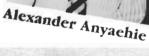
Are there any plans to reinstate the "floating boliday?"

There are no plans to reinstate the "floating holiday." We bankers now enjoy an additional holiday, Martin Luther King day, that was not offered when the floating holiday was offered. In addition, our "Flex Plan" benefit package allows you to purchase up to five additional vacation days with your Flex Dollars, as long as your total vacation does not exceed four weeks (20 days).

Welcome to First City, Texas









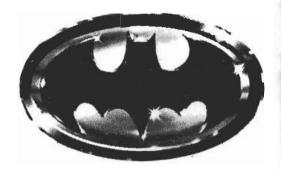
Jocelyn Johnson



Charlene Grigas and Johnny Ramirez

We would like to welcome the following new employees to First City, Texas – Austin:

Alexander Anyachie	.Item Processing
	.Bookkeeping
Charlene Grigas	.ATM Services
Jocelyn Johnson	.Trust Operations
Brenda Krusely	. Finance
Carolyn Lewis	.Bookkeeping
Ann Maly	.Collection & Exchange4795
Johnny Ramirez	.ATM Services



You've Read the Comic . . . You've Seen the Movie . . . Now They're in Your Office!!!

Most Austinites acknowledge it is a unique privilege to be the city that was selected as home of one of the largest colonies of bats in North America. Some, however, may have their doubts as to the honor having been so bestowed. But truthfully, we should be glad they chose Austin. Did you know the Freetail bats found in Austin eat 15,000 pounds of insects each evening (primarily mosquitoes) and that means fewer pests attending our outdoor activities.

Recently the furry creatures have shown considerable interest in the Austin banking business, and of course, when you talk about banking, their first choice was the best bank, First City,

Actually it might have been due to the appealing nature of the structure that houses us. Whatever the case, some of them, as you undoubtedly by now have heard, made their way into our building and gave us a good scare. The interesting thing is they have been around for years, but only recently found an express route into the building.

You'll be glad to know that the Property Management staff, along with Security and select contractors (collectively known as the Bat Squad), diligently worked late, early, and weekends to com*BAT* the invasion. The difficulties were concentrated on the upper "tenant-occupied" floors, where widespread hysteria seemed the momentary

Hopefully the next annual migration to Mexico will not include an overnight stop at First City, Texas!

> Submitted by **Tad Curtis Property Management**

The Trust Division Made the Most Out of Halloween









DECEMBER/JANUARY BIRTHDAYS

Happy Birthday

Shanna Butterfield	12/03
Ken Gates	12/03
Jeanna Perez	12/03
Tina Burgess	12/04
Nancy Gunn	12/04
Rebecca Salisbury	12/05
Kit Haley	12/06
Paulette Wilson	12/06
Tom Hrin	12/07

Diana Nelson	12/10
Susan Sheridan	12/11
Bill Lierman	12/12
Donna Aikens	12/15
Darrell Sander	12/15
Dan Kline	12/17
Shawn Welch	12/17
Carla Button	12/18
Janice Crowder	12/18
Brian Dedeke	12/18
Tara Cyr	12/22
Janet Waldeier	12/23
Jocelyn Johnson	12/24
Andrea Wycoff	12/25
Beatrice Haney	12/27
Sammy Kipple	12/27
Marilyn Leuty	12/27
John Oncken	12/27
Johnny Brown	12/29
Bill Marshall	12/29
Tangee Truesdale	12/31
Tracy Bittner	01/01
Marie Almares	01/04
Andrea Knight	01/08
Rebecca Hernandez	01/09
Terri Roy	01/10
/	

Employees in the News

John Oncken, president, has accepted a position on the Board of Directors of the United Action for the Elderly.

Becky Stento (Retail Banking) has been selected for the Volunteer Council for the Austin Children's Museum.

Christi Davidson (Marketing), Betsy Glen (Retail Banking), Robert Hearn (Retail Banking), and Kate McCormick (Executive Offices) have been selected by Karen Griffin to be one of ten teams citywide to participate in fundraising for the Laguna Gloria Art Museum through the "Corporate Forum for the Arts."

Jeff Brinkley (Retail Banking) is currently serving on the Advisory Board of the Southeast Business Incubator, involved with the Austin Mutual Housing Association, represents the bank on Lee Cooke's East Austin Development Finance Initiative, as well as Hispanic and Capital City Chambers of Commerce activities.

Alleen Muenzler (Correspondent Banking), who has worked with John Scurlock (Correspondent Banking) for 26 years, reports that he is currently chairman of the Development Board of Goodwill Industries of Austin, Inc.



Brent Standefer (Correspondent Banking) is currently serving on the Board for the Austin-Travis County Livestock Show and Rodeo and is a committee member of the Chamber of Commerce Small Business Committee.

Update on School Savings Program



On November 2, the First City, Texas School Savings Program was kicked off at Casis Elementary. In attendance were Dr. W. N. Kirby, commissioner, Texas Education Agency; Dr. John Ellis, A.I.S.D. superintendent; and a number of First, City Texans:

Don Van Stone
Jack Whitt (FCT - Houston)
Christi Davidson
Lutie Little
Marilyn Leuty
Tom Hrin
Bill McFarland
Harold Roeglin
Dick Zinser

On the First Banking Day, over 300 students at Casis Elementary made deposits totaling \$2,643.91. We have opened over 400 new savings accounts for the students. A special thanks is extended to **Sandy Allen** (Investments) for being the photographer for the day and to the New Accounts and Bookkeeping staff for all their hard work.

On November 8, Maplewood Elementary began the School Savings Program, and Doss Elementary kicked off their program on November 30. We hope to expand the program to several other Austin schools.

Christi Davidson and Lutie Little, both in the Marketing Division, deserve a big round of applause for the success of the School Savings Pilot Program. They have spent many, many hours of hard work preparing and kicking off the program in Austin, hours above and beyond their full-time business development responsibilities. Congratulations for a job well done, and good luck with expanding the program!



Business Development Update

Top Performers Third Quarter <u>1989</u>

Customer Calls

Christi Davidson, Marketing (73)

Prospect Calls

Sue Sheridan, International (95)
DDA Deposits

Cassandra Falk,

Corporate Services (\$2,125,000)

Interest-Bearing Deposits

Russ Niemie, Bond Sales (\$7,426,000)

Ken Johnson, Correspondent (\$17,727,000)

Lines of Credit

Clay Cary, Commercial (\$215,000)

Other Loans

Richard Moore, Northwest Hills (\$781,500)

Annualized Fee Income **Ed Piner,** Corporate Services (\$556,110)

Top Performers Month of October

Customer Calls

Wanda Burnette,

Northwest Hills (29)

Prospect Calls

Mark Connally, High Tech (23)

DDA Deposits

Ken Johnson, Correspondent (\$2,347,500)

Interest-Bearing Deposits

Bryan Simmons, Investments

(\$2,532,463)

Brent Standefer, Correspondent (\$9,103,000)

Lines of Credit

Jeff Gray, Commercial (\$750,000)

Other Loans

Jeff Gray, Commercial (\$605,000)

Annualized Fee Income

Ken Johnson, Correspondent (\$247,000)

A Time for Giving

BLUE SANTA/CAPITOL AREA FOOD BANK DRIVE December 4–7

From Monday, December 4, through Friday, December 7, please bring non-perishable food items and new (or gently used) toys for the Capital Area Food Bank and Blue Santa program. Last year, Blue Santa delivered toys to 2,800 families in the Austin area, while the Capital Area Food Bank provided food to over 215,000 people in that same area. As you can see, contributions of toys and food are constantly needed by these organizations. You can make a difference in the lives of deprived children and the hungry by giving so that everyone in Austin can have a very merry Christmas!

Shelley Bradshaw and **Cindy Branch**, both in Private Banking, are heading up this effort for FCT – Austin, along with:

Main Bank

Plaza : Janet Fergus
Lobby : Rose Russell
2nd Floor : Yvonne Pearson
3rd Floor : Sue Carmack
4th Floor : Janice Ootsey
5th Floor : Lisa Aston
6th Floor : Mary Ghazi
7th Floor : Nancy Gunn

9th Floor : Shelley Bradshaw/Cindy Branch

11th Floor : **Kenda Sanders** 13th Floor : **Janne Ingram**

First City Centre

9th Floor : **Paula Thomas** 10th Floor : **Brenda Howard**

East/West Drive-Thrus: Julia Hall

Northwest Hills: Wanda Burnette

You can drop off non-perishable food items and new or gently used toys at the areas listed below:

2nd Floor Coffee Room—Main Bank 9th Floor Coffee Room—First City Centre Northwest Hills



MERRY CHRISTMAS HAPPY NEW YEAR



Lend a Hand . . . VOLUNTEER!

Mark Monroe, board secretary for the Capital Area Volunteer Center, would like to encourage anyone interested in volunteering to do so by calling the Volunteer Center at 451-6641. The Settlement Home, Meals on Wheels, The Women's Counseling and Resource Center, Junior Helping Hand, Capital Area Food Bank, and The Big Brothers/Big Sisters programs are just a few of the agencies welcoming volunteers.

Austin Team Wins First Place



On Wednesday, November 15, First City Bancorp held a golf tournament at the Woodlands TPC Golf Course in Houston. The tournament was hosted by the Investment Division. From Austin, **Russ Niemie** brought Tom Mecredy, Rip Wright (both from Shesunoff, Inc.), and Dennis Dobson (from the Whitley Company). This team from Austin won first place out of a field of 21 teams. Russ also won the "closest-to-the-pin" contest.

Teller's Donate Time to Settlement Home Garage Sale

For a number of years the Teller Department has participated in the Settlement Home Garage Sale. This sale is a three-day event held annually at the City Coliseum to benefit the Settlement home, a non-profit residential treatment center for emotionally disturbed children.

The managers and tellers who volunteered this year as cashiers for the garage sale were:

Julia Hall
Carol McNary
Lyn Ferguson
Helen Mendoza
Linda Coen
Rosie Reyes
Trish Flynn

Kelly Tucker Denise Marino Jennifer Herzik Sandra Lind Lisa Aston Michelle Sorenson Kay Beck

Thanks for all of your belp!

Submitted by Julia Hall Teller Operations



The 10th Annual American Heart Association Turkeywalk was once again a big success. First City, Texas – Austin was well represented, with over 30 walkers participating. As chairman of the event, I want to thank those of you who participated. We are anxiously awaiting word if one of our own employees won the grand prize of four round-trip tickets to Orlando, Florida, compliments of American Airlines! We'll let you know in the next issue.

Submitted by Christi Davidson Marketing

Anniversaries

Congratulations to the following individuals for their hard work and dedication:

Vanessa Alexander	Funds Control	5 years
Alan Walker	Security	5 years
Donna Cearley	Funds Control	15 years

Happy Holidays

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ANGELS MERRY **APPEAR CHRISTMAS** BIKE MITS CAR MUST **CAROLERS NAUGHTY** CAT NICE **CHIMNEY** NICK DOLL **ORNAMENT** DRUMMER BOY PEAR PIE **GLORY GOT POSED HAPPY** REACH **HANUKKAH** REAL **HAPPY** REEL **NEW YEAR SAINT HOLIDAY** SANTA CLAUS HOSE **SHARING** HOLY **STABLE** HUNG **SNOWY** STAR **JESUS** JOYOUS NOEL **STARLIT** JOT STORY **KING STORIES MAKE** TREE MARY **TOG** TOY

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